

The undersigned,

Name _____
 Address _____
 City _____
 Country _____

hereinafter referred to as the depositary receipt holder,

hereby grants a power of attorney, in accordance with article 16.8 of the administration conditions of Stichting Administratiekantoor van gewone aandelen A Van Lanschot, to:

ANT Trust & Corporate Services NV (ANT), established in Amsterdam, the Netherlands

to attend and vote at the Annual General Meeting of Shareholders of Van Lanschot NV on 14 May 2013 on behalf of the depositary receipt holder, as per the instructions given below:

Agenda:

1. Opening

2. 2012 annual report

- a) Report of the Supervisory Board (*discussion item*)
- b) Report of the Board of Managing Directors for 2012 (*discussion item*)

3. Adoption of 2012 financial statements and appropriation of result (*voting item*)

for against abstain*

4. Discharge of the Board of Managing Directors and Supervisory Board

- a) Proposal to discharge the members of the Board of Managing Directors for their conduct of the Company's affairs during the 2012 financial year (*voting item*) for against abstain*
- b) Proposal to discharge the members of the Supervisory Board for their supervision of the Company's affairs during the 2012 financial year (*voting item*) for against abstain*

5. Amendment to the Articles of Association (*voting item*)

for against abstain*

6. Changes in the Supervisory Board Profile Outline (*discussion item*)

7. Composition of the Supervisory Board

- a) Announcement of vacancies and profiles; opportunity to make recommendation (*voting item*) for against abstain*
- b) Proposal to reappoint Mr Streppel as a member of the Supervisory Board (*voting item*) for against abstain*
- c) Announcement of the vacancy due to arise at the Annual General Meeting of Shareholders in 2014 (*discussion item*)

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|---|-----|---------|----------|
| 8. Appointment of external auditor <i>(voting item)</i> | for | against | abstain* |
| 9. Grant of authority to repurchase own shares or
depository receipts for same <i>(voting item)</i> | for | against | abstain* |
| 10. Extension of powers of the Board of Managing Directors | | | |
| a) Extension of the power of the Board of Managing Directors to issue
ordinary shares <i>(voting item)</i> | for | against | abstain* |
| b) Extension of the power of the Board of Managing Directors to limit or exclude
the pre-emption right in the event of the issue of ordinary shares <i>(voting item)</i> | for | against | abstain* |
| 11. Any other business and closure | | | |

Signed in _____ on _____ 2013

Signature(s) _____

NB: This voting instruction form must be received by ANT Trust & Corporate Services NV, P.O. Box 11063, 1001 GB Amsterdam, fax +31 (0)20 522 25 35, e-mail registers@ant-trust.nl, no later than 5 p.m. on Tuesday 7 May 2013.

* *delete as appropriate*